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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545 0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending

G Check all that apply. ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label Otherwise, print or type See Specific Instructions.

ROSA MAY GRIFFIN FOUNDATION
P O BOX 1790
KILGORE, TX 75663

A Employer identification number: 75-6011866

B Telephone number (see the instructions): (903) 983-2051

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

H Check type of organization. ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 4,174,994.

J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► ☒ if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments	36,189.	36,189.		
	4 Dividends and interest from securities	47,860.	47,860.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-263,131.			
	b Gross sales price for all assets on line 6a 1,512,371.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain . .			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) SEE STATEMENT 1	92,387.	92,387.		
	12 **Total.** Add lines 1 through 11	-86,695.	176,436.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	24,000.	24,000.		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	18,000.	18,000.		
	c Other prof fees (attach sch) SEE ST 3	36,485.	36,485.		
	17 Interest				
	18 Taxes (attach schedule)(see instr) SEE STM 4	2,938.	2,938.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy	300.	300.		
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 5	1,227.	1,227.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	82,950.	82,950.		
	25 Contributions, gifts, grants paid PART XV	168,057.			168,057.
	26 **Total expenses and disbursements.** Add lines 24 and 25	251,007.	82,950.	0.	168,057.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-337,702.			
	b **Net investment income** (if negative, enter 0)		93,486.		
	c **Adjusted net income** (if negative, enter 0)			0.	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end of year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	1,215.		
	2 Savings and temporary cash investments	834,383.	578,176.	578,177.
	3 Accounts receivable ► 31,082.			
	Less. allowance for doubtful accounts ►		31,082.	
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less. allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	7,453.	7,453.	7,453.
	10a Investments — U S. and state government obligations (attach schedule)	958,675.	1,262,861.	1,268,127.
	b Investments — corporate stock (attach schedule)	2,390,851.	2,073,339.	2,170,937.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment. basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments — mortgage loans	96,808.		
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis ► 981.			
	Less accumulated depreciation (attach schedule) SEE STMT 6 ► 981.			
	15 Other assets (describe ► SEE STATEMENT 7)	1,229.	1.	150,300.
	16 **Total assets** (to be completed by all filers — see instructions Also, see page 1, item I)	4,290,614.	3,952,912.	4,174,994.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	4,290,614.	3,952,912.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see the instructions)	4,290,614.	3,952,912.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	4,290,614.	3,952,912.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,290,614.
2	Enter amount from Part I, line 27a	2	-337,702.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	3,952,912.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	3,952,912.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	PER SCHEDULE-EXHIBIT I	P	VARIOUS	VARIOUS
b	PER SCHEDULE-EXHIBIT II	P	VARIOUS	VARIOUS
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	200,558.		253,599.	-53,041.
b	1,311,813.		1,521,903.	-210,090.
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a				-53,041.
b				-210,090.
c				
d				
e				

2	Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-263,131.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8	3	-263,131.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	259,875.	4,976,158.	0.052224
2007	236,076.	6,116,185.	0.038599
2006	289,800.	5,669,874.	0.051112
2005	250,750.	5,442,117.	0.046076
2004	252,642.	5,364,516.	0.047095

2	**Total** of line 1, column (d)	2	0.235106
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.047021
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,442,439.
5	Multiply line 4 by line 3	5	208,888.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	935.
7	Add lines 5 and 6	7	209,823.
8	Enter qualifying distributions from Part XII, line 4	8	168,057.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b	1	1,870.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,870.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1,870.
6	Credits/Payments.		
a	2009 estimated tax pmts and 2008 overpayment credited to 2009 — 6a: 7,453.		
b	Exempt foreign organizations – tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c:		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	7,453.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►	9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	5,583.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ► 5,583. **Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► $ 0. (2) On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ► TX			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses.*	10		X

Part VII-A Statements Regarding Activities *Continued*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► DAN PHILLIPS Telephone no. ► (903) 983-2051

Located at ► P O BOX 1790, KILGORE, TX. ZIP + 4 ► 75663

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** — Check here ► ☐ N/A

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly).			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?	1b		N/A
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement — see the instructions.)	2b		N/A
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.			
	► 20__ , 20__ , 20__ , 20__ .			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			5b N/A
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes	☐ No	
	If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b X
	If 'Yes' to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EBB MOBLEY P O BOX 1790 KILGORE, TX 75663	PRESIDENT 5.00	12,000.	0.	0.
DAN PHILLIPS P O BOX 1790 KILGORE, TX 75663	CFO 10.00	12,000.	0.	0.
HELENA T. MOBLEY P O BOX 1790 KILGORE, TX 75663	ASSOC. TRUST 0	0.	0.	0.
FRANCYE W. PHILLIPS P O BOX 1790 KILGORE, TX 75663	ASSOC. TRUST 0	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than $50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ► 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 **Five highest-paid independent contractors for professional services — (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ►	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes			
a	Average monthly fair market value of securities		1a	3,107,556.
b	Average of monthly cash balances		1b	1,113,382.
c	Fair market value of all other assets (see instructions)		1c	289,152.
d	**Total** (add lines 1a, b, and c)		1d	4,510,090.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	4,510,090.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	67,651.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	4,442,439.
6	**Minimum investment return.** Enter 5% of line 5		6	222,122.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6		1	222,122.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 1,870.		
b	Income tax for 2009. (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	1,870.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	220,252.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	220,252.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	220,252.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes.			
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26		1a	168,057.
b	Program-related investments – total from Part IX-B		1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes		2	
3	Amounts set aside for specific charitable projects that satisfy the.			
a	Suitability test (prior IRS approval required)		3a	
b	Cash distribution test (attach the required schedule)		3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4		4	168,057.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)		5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4		6	168,057.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				220,252.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006 14,912.				
d From 2007				
e From 2008 17,425.				
f **Total** of lines 3a through e	32,337.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► $ 168,057.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2009 distributable amount				168,057.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	32,337.			32,337.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				19,858.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year (a) 2009	Prior 3 years (b) 2008	(c) 2007	(d) 2006	(e) Total
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon.					
a 'Assets' alternative test — enter.					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter.					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year — see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed.

SEE STATEMENT 8

b The form in which applications should be submitted and information and materials they should include.

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PER SCHEDULE-EXHIBIT V ,	N/A	PUBLIC	ORGANIZATION'S EXEMPT FUNCTION	168,057.
Total			► **3a**	168,057.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclu-sion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	36,189.	
4 Dividends and interest from securities			14	47,860.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					-263,131.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a SEE STATEMENT 9				92,387.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				176,436.	-263,131.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	-86,695.

(See worksheet in the instructions for line 13 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See the instructions)
N/A	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of.		
	(1) Cash	1a (1)		X
	(2) Other assets	1a (2)		X
b	Other transactions.		
	(1) Sales of assets to a noncharitable exempt organization	1b (1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b (2)		X
	(3) Rental of facilities, equipment, or other assets	1b (3)		X
	(4) Reimbursement arrangements	1b (4)		X
	(5) Loans or loan guarantees	1b (5)		X
	(6) Performance of services or membership or fundraising solicitations	1b (6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

SIGN HERE

► Signature of officer or trustee — Date: 8/13/10 — ► Title: TRUSTEE

Paid Preparer's Use Only				
Preparer's signature ► Lynda R. Newsome	Date 8-12-10	Check if self employed ► ☐	Preparer's Identifying number (See Signature in the instrs) N/A
Firm's name (or yours if self employed), address, and ZIP code ► BROWN BRONSTAD HABENICHT & ROSSON. P.C. 1116 N. KILGORE ST. KILGORE, TX 75662		EIN ► N/A	
		Phone no ► (903) 983-2051	

Form **8868**
(Rev April 2009)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**

COPY

OMB No 1545 1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ► [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ► [ ]

All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing ***(e-file).*** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit *www.irs gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization	Employer identification number
File by the due date for filing your return See instructions	ROSA MAY GRIFFIN FOUNDATION	75-6011866
	Number, street, and room or suite number If a P O box, see instructions P O BOX 1790	
	City, town or post office, state, and ZIP code For a foreign address, see instructions KILGORE, TX 75663	

Check type of return to be filed (file a separate application for each return)

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ► DAN PHILLIPS

  Telephone No ► (903) 983-2051 FAX No. ►
- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ► [ ]. If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 10, to file the exempt organization return for the organization named above The extension is for the organization's return for.

► [X] calendar year 20 09 or

► [ ] tax year beginning _____, 20 ___, and ending _____, 20 ___.

2 If this tax year is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 7,453.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 7,453.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

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ROSA MAY GRIFFIN FOUNDATION

EMA™ Fiscal Statement

EXHIBIT I

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
44,000.0000	FEDERAL NATL MTGE ASSN	11/21/08	01/15/09	44,000.00	44,000 00	0 00
192 0000	BANK OF AMERICA CORP	11/21/05	01/15/09	1,559.95	8,798 50	(7,238.55) LT
335 0000	BANK OF AMERICA CORP	11/22/05	01/15/09	2,721.79	15,312 25	(12,590 46) LT
290 0000	BANK OF AMERICA CORP	05/02/07	01/15/09	2,356.18	14,821 96	(12,465 78) LT
394 0000	CBS CORP NEW CL B	01/23/08	01/22/09	2,525 95	8,771.86	(6,245.91) ST
93 0000	ROHM AND HAAS	07/29/08	12/29/08	4,733 20	6,982.31	(2,249 11) ST
113.0000	SEMPRA ENERGY	07/29/08	01/26/09	4,993.84	6,164.83	(1,170 99) ST
24,000 0000	US TSY 3.875% MAY 15 2018	11/21/08	02/03/09	26,120 53	25,493 00	627 53 ST
178 0000	AT& T INC	07/29/08	02/24/09	4,133 90	5,455 78	(1,321.88) ST
64 0000	GENL DYNAMICS CORP COM	07/29/08	02/24/09	3,142.35	5,769 29	(2,626.94) ST
116.0000	PROCTER & GAMBLE CO	07/29/08	02/24/09	5,784.15	7,540.56	(1,756 41) ST
25.0000	RIO TINTO PLC SPNSRD ADR	07/30/08	02/18/09	2,651 96	10,510 32	(7,858 36) ST
157.0000	ROHM AND HAAS	07/29/08	04/02/09	12,246.00	11,787.35	458.65 ST
30,000.0000	US TSY 3.500% DEC 15 2009	11/21/08	06/11/09	30,469 92	30,406.30	63 62 ST
14,000 0000	US TSY 4 250% NOV 15 2017	11/21/08	07/13/09	15,092.60	15,193.01	(100 41) ST
190.0000	WYETH	05/08/09	10/16/09	9,545 31	8,343 07	1,202.24 ST
25,000.0000	US TSY 5 125% MAY 15 2016	11/21/08	11/03/09	28,449.12	28,248 94	200 18 ST
correction	Unilever NV NY Reg Sh=	08/04/08	01/01/09	31.57	0.00	31.57 ST

Short Term	(20,746.22)
Long Term	(32,294.79)
	(53,041.01)

Merrill Lynch

ROSA MAY GRIFFIN FOUNDATION

EMA℠ Fiscal Statement

EXHIBIT II

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
54,000 0000	FEDERAL NATL MTGE ASSN	11/21/08	01/15/09	54,000 00	54,000 00	0 00
210 0000	EXPEDIA INC DEL	11/30/07	01/12/09	1,813 59	6,830 74	(5,017 15) LT
237 0000	EXPEDIA INC DEL	12/10/07	01/12/09	2,046.76	8,040 34	(5,993 58) LT
243.0000	EXPEDIA INC DEL	12/11/07	01/12/09	2,098 59	8,282 02	(6,183 43) LT
70 0000	HESS CORP	07/21/08	01/12/09	3,647 95	7,142 34	(3 494 39) ST
100 0000	HESS CORP	07/28/08	01/12/09	5,211 37	9,618 72	(4,407 35) ST
110 0000	HESS CORP	08/04/08	01/12/09	5,732 51	10,650 82	(4,918 31) ST
527 0000	TJX COS INC NEW	10/13/08	12/29/08	10,397 81	13 953 86	(3,556 05) ST
656 0000	XILINX INC	04/28/08	01/05/09	12,072 17	16,330 33	(4,258 16) ST
30,000 0000	US TSY 3 875% MAY 15 2018	11/21/08	02/03/09	32,650 66	31,866 25	784 41 ST
204 0000	ALTERA CORP COM	08/04/08	02/09/09	3,343.68	4,428 71	(1,085 03) ST
410 0000	ALTERA CORP COM	08/04/08	02/10/09	6,505.14	8,900 86	(2,395 72) ST
125 0000	ALTERA CORP COM	08/04/08	02/11/09	1,924 67	2,713 67	(789.00) ST
151 0000	ALTERA CORP COM	08/04/08	02/17/09	2,265 69	3,278 13	(1,012 44) ST
357 0000	ALTERA CORP COM	08/25/08	02/17/09	5,356 65	8,134 74	(2,778 09) ST
193 0000	ALTERA CORP COM	08/25/08	02/18/09	2,941 07	4,397 78	(1,456 71) ST
7 0000	GENL DYNAMICS CORP COM	06/05/08	02/02/09	387 11	622 16	(235 05) ST
103 0000	GENL DYNAMICS CORP COM	06/06/08	02/02/09	5,696 04	9,021 01	(3,324 97) ST
2 0000	GENL DYNAMICS CORP COM	10/06/08	02/02/09	110 61	131 19	(20 58) ST
510 0000	SYMANTEC CORP COM	07/29/08	02/02/09	7,565 85	10,028 90	(2,463 05) ST
81 0000	SYMANTEC CORP COM	08/11/08	02/02/09	1,201 64	1,798 22	(596 58) ST
220 0000	SYMANTEC CORP COM	08/11/08	02/03/09	3,320 27	4,884 06	(1,563 79) ST
764 0000	TEXAS INSTRUMENTS	01/02/08	02/09/09	13,215 74	24,664 91	(11,449 17) LT
143 0000	APACHE CORP	05/05/08	03/02/09	7,642.59	18,926 01	(11,283 42) ST
71 0000	APACHE CORP	05/06/08	03/02/09	3,794 57	9,712.09	(5,917 52) ST
42.0000	APACHE CORP	05/07/08	03/02/09	2,244.67	5,754 02	(3,509 35) ST
64 0000	APACHE CORP	05/09/08	03/02/09	3,420 47	8,652 03	(5,231 56) ST
19 0000	AUTOZONE INC NEVADA COM	03/07/05	03/09/09	2,862 90	1,880 76	982 14 LT
23 0000	AUTOZONE INC NEVADA COM	03/08/05	03/09/09	3,465.63	2,276 97	1,188 66 LT
109 0000	BIG LOTS INC COM	02/08/07	03/02/09	1,630 28	2,961 11	(1 330 83) LT
42 0000	BIG LOTS INC COM	02/09/07	03/02/09	628 19	1,114 05	(485 86) LT
28 0000	BIG LOTS INC COM	02/09/07	03/03/09	406 60	742 70	(336 10) LT
237 0000	BIG LOTS INC COM	11/05/07	03/03/09	3,441 62	5,263 05	(1 821 43) LT
96 0000	BIG LOTS INC COM	11/05/07	03/10/09	1,722.99	2,131 87	(408 88) LT
175 0000	BIG LOTS INC COM	11/05/07	03/10/09	3,248.35	3,886 23	(637 88) LT
19 0000	BIG LOTS INC COM	11/05/07	03/12/09	376 88	421 94	(45 06) LT
157 0000	BIG LOTS INC COM	11/06/07	03/12/09	3,114 24	3,423 32	(309 08) LT
176 0000	BIG LOTS INC COM	11/06/07	03/13/09	3,514.37	3,837 61	(323 24) LT
259 0000	COACH INC	12/01/08	03/16/09	3,784.43	4,434 31	(649 88) ST

PLEASE SEE REVERSE SIDE

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ROSA MAY GRIFFIN FOUNDATION

EMA Fiscal Statement

EXHIBIT II

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
168.0000	HEWLETT PACKARD CO DEL	03/31/08	03/09/09	4,358.63	7,729.69	(3,371 06) ST
799.0000	SYMANTEC CORP COM	08/11/08	03/16/09	10,691.36	17,738 05	(7,046.69) ST
741.0000	COACH INC	12/01/08	03/30/09	12,070.75	12,686 59	(615.84) ST
48.0000	CHEVRON CORP	09/22/06	03/30/09	3,190 69	2,980 32	210 37 LT
97 0000	CHEVRON CORP	10/09/06	03/30/09	6,447.86	6,179 33	268 53 LT
460.0000	COMPUWARE CORP	09/23/08	03/30/09	3,023.18	4,709 58	(1,686.40) ST
110 0000	COMPUWARE CORP	09/29/08	03/30/09	722 94	1,101 18	(378 24) ST
755 0000	COMPUWARE CORP	09/29/08	03/31/09	5,065.19	7,558 15	(2,492.96) ST
415 0000	COMPUWARE CORP	09/29/08	04/01/09	2,776.16	4,154 49	(1,378 33) ST
30 0000	COMPUWARE CORP	10/13/08	04/01/09	200.69	213 04	(12 35) ST
140.0000	CUMMINS INC COM	07/07/08	04/06/09	4,067 22	8,909.30	(4,842 08) ST
185.0000	CUMMINS INC COM	07/14/08	04/06/09	5,374.55	12,324 77	(6,950 22) ST
12.0000	CUMMINS INC COM	09/29/08	04/06/09	348.63	510 21	(161 58) ST
108 0000	CUMMINS INC COM	09/29/08	04/07/09	2,983.57	4,591 96	(1,608 39) ST
140 0000	CUMMINS INC COM	09/29/08	04/08/09	3,715.50	5,952 56	(2,237 06) ST
44.0000	ENSCO INTL INC COM	05/06/08	04/06/09	1,218 74	2,934 47	(1,715 73) ST
136 0000	ENSCO INTL INC COM	05/08/08	04/06/09	3,767 02	9,100 11	(5,333 09) ST
19 0000	ENSCO INTL INC COM	10/27/08	04/06/09	526 28	638 74	(112 46) ST
46 0000	ENSCO INTL INC COM	10/27/08	04/07/09	1,243 18	1,546 43	(303 25) ST
123 0000	GENL DYNAMICS CORP COM	10/06/08	03/31/09	5,158.86	8,068 79	(2,909 93) ST
115 0000	GENL DYNAMICS CORP COM	10/06/08	03/31/09	4,833 94	7,544 00	(2,710 06) ST
182.0000	HEWLETT PACKARD CO DEL	03/31/08	04/27/09	6,489.69	8,373 85	(1,884 16) LT
9 0000	HEWLETT PACKARD CO DEL	04/15/08	04/27/09	320.92	410 88	(89 96) LT
226 0000	KLA TENCOR CORP PV$0 001	06/05/07	03/31/09	4,539 70	12,387 67	(7,847 97) LT
113 0000	KLA TENCOR CORP PV$0 001	06/05/07	04/03/09	2,276 15	6,193 84	(3,917 69) LT
51 0000	KLA TENCOR CORP PV$0.001	06/05/07	04/01/09	1,029.02	2,795 45	(1,766 43) LT
63 0000	KING PHARMACEUTICALS INC	02/13/06	04/06/09	441.32	1,224 64	(783 32) LT
557.0000	KING PHARMACEUTICALS INC	02/14/06	04/06/09	3,901 87	10,740 85	(6,838 98) LT
133 0000	KING PHARMACEUTICALS INC	02/14/06	04/07/09	952 73	2,564 70	(1,611 97) LT
395 0000	KING PHARMACEUTICALS INC	06/04/07	04/07/09	2,829 54	8,531 05	(5,701.51) LT
98 0000	KING PHARMACEUTICALS INC	06/05/07	04/07/09	702 02	2,122 87	(1,420 85) LT
307 0000	KING PHARMACEUTICALS INC	06/05/07	04/08/09	2,344 21	6,650 24	(4,306 03) LT
223 0000	MCAFEE INC	02/02/09	03/31/09	7,149 78	6,856 51	293 27 ST
178.0000	OCCIDENTAL PETE CORP CAL	04/17/06	03/31/09	9,942 52	8,874 32	1,068 20 LT
97.0000	BMC SOFTWARE INC	03/16/06	05/26/09	3,261 06	2,178 09	1,082 97 LT
227 0000	BMC SOFTWARE INC	03/17/06	05/26/09	7,631.57	5,035 56	2,596 01 LT
136 0000	BARD C R INC	04/07/08	05/04/09	9,791.41	13,428 43	(3,637 02) LT
38 0000	BARD C R INC	04/07/08	05/05/09	2,730.10	3,752 07	(1,021 97) LT
56.0000	CONOCOPHILLIPS	06/09/08	05/18/09	2,541.98	5,305 59	(2,763 61) ST
84.0000	CONOCOPHILLIPS	06/10/08	05/18/09	3,812 98	7,843 13	(4,030 15) ST

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ROSA MAY GRIFFIN FOUNDATION

EMA™ Fiscal Statement

EXHIBIT II

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
19 0000	CONOCOPHILLIPS	08/11/08	05/18/09	862.46	1,519 37	(656 91) ST
240 0000	EXXON MOBIL CORP COM	12/20/04	05/11/09	16,617 51	12,244 80	4,372 71 LT
437 0000	QLOGIC CORP	05/13/08	05/26/09	6,034.76	6,909 46	(874 70) LT
519 0000	QLOGIC CORP	05/19/08	05/26/09	7,167.16	8,488 29	(1,321 13) LT
200 0000	SUNOCO INC PV$1 PA	06/20/05	05/18/09	5,705 65	11,639 61	(5,933 96) LT
70.0000	SUNOCO INC PV$1 PA	06/21/05	05/18/09	1,996 98	4,060 46	(2,063 48) LT
55 0000	SUNOCO INC PV$1 PA	03/30/09	05/18/09	1,569 06	1,435 78	133 28 ST
62 0000	SUNOCO INC PV$1 PA	03/30/09	05/19/09	1,778 89	1,618 51	160 38 ST
188 0000	XEROX CORP	06/23/03	05/04/09	1,227 19	1,943 50	(716 31) LT
363 0000	XEROX CORP	06/23/03	05/05/09	2,372 28	3,752 63	(1,380 35) LT
34 0000	XEROX CORP	06/23/03	05/06/09	222 13	351 49	(129 36) LT
347 0000	XEROX CORP	04/21/08	05/06/09	2,267.14	5,048 53	(2,781 39) LT
380 0000	XEROX CORP	04/21/08	05/07/09	2,535.97	5,528 66	(2,992 69) LT
203 0000	XEROX CORP	04/21/08	05/08/09	1,339.39	2,953 47	(1,614 08) LT
36,000 0000	US TSY 3 500% DEC 15 2009	11/21/08	06/11/09	36,563 91	36,487 56	76 35 ST
80 0000	EXPRESS SCRIPTS INC COM	05/07/07	06/22/09	5,181 81	3,878 32	1,303 49 LT
33 0000	EXPRESS SCRIPTS INC COM	05/08/07	06/22/09	2,137.50	1,597 41	540 09 LT
78 0000	PEPSICO INC	10/06/08	06/15/09	4,138 54	5,237 08	(1,098 54) ST
112.0000	PEPSICO INC	10/07/08	06/15/09	5,942 52	7,455 34	(1,512 82) ST
750.0000	SYSCO CORPORATION	03/16/09	06/08/09	17,724 14	16,621 13	1,103 01 ST
123 0000	WELLPOINT INC	02/05/07	06/22/09	6,022 87	9,772 88	(3 750 01) LT
44 0000	WELLPOINT INC	07/23/07	06/22/09	2,154.53	3,593 29	(1,438 76) LT
17,000 0000	US TSY 4 250% NOV 15 2017	11/21/08	07/13/09	18,326.73	18,448 66	(121 93) ST
44 0000	AFFILIATED COMP SVCS A	02/09/09	07/06/09	1,929 81	2,104 68	(174 87) ST
87 0000	AFFILIATED COMP SVCS A	02/10/09	07/06/09	3,815 78	4,092 90	(277 12) ST
17 0000	AFFILIATED COMP SVCS A	02/11/09	07/06/09	745 62	803 13	(57 51) ST
27 0000	AFFILIATED COMP SVCS A	02/11/09	07/07/09	1,181.97	1,275 58	(93 61) ST
23 0000	AFFILIATED COMP SVCS A	02/12/09	07/07/09	1,006 88	1,100 21	(93 33) ST
48 0000	APOLLO GROUP INC CL A	03/30/09	07/06/09	3,186 93	3,757 48	(570 55) ST
18 0000	APOLLO GROUP INC CL A	03/31/09	07/06/09	1,195 11	1,419 33	(224 22) ST
97 0000	APOLLO GROUP INC CL A	03/31/09	07/07/09	6,432 58	7,648 61	(1,216 03) ST
19 0000	APOLLO GROUP INC CL A	03/31/09	07/08/09	1,273 00	1,498 18	(225 18) ST
33 0000	APPLE INC	02/09/09	07/06/09	4,505 92	3,372 69	1,133 23 ST
49 0000	APPLE INC	02/09/09	07/07/09	6,717.06	5,007 94	1,709 12 ST
14.0000	APPLE INC	02/09/09	07/08/09	1,899.50	1,430 84	468 66 ST
216.0000	BIOGEN IDEC INC	01/22/08	07/20/09	10,028.47	12,540 48	(2,512 01) LT
171 0000	BIG LOTS INC COM	05/04/09	07/13/09	3,456 46	4,816 90	(1,360 44) ST
168 0000	BIG LOTS INC COM	05/05/09	07/13/09	3,395.83	4,652 05	(1,256 22) ST
22 0000	BIG LOTS INC COM	05/06/09	07/13/09	444 70	594 32	(149 62) ST
420.0000	BEST BUY CO INC	05/11/09	07/20/09	15,323.48	15.924 38	(600 90) ST

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ROSA MAY GRIFFIN FOUNDATION

EMA™ Fiscal Statement

EXHIBIT II

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
960 0000	D R HORTON INC	03/30/09	07/06/09	8,401.89	9,650 59	(1,248 70) ST
420.0000	D R HORTON INC	04/06/09	07/06/09	3,675.84	4,568 21	(892 37) ST
55 0000	EXPRESS SCRIPTS INC COM	05/08/07	07/06/09	3,645 07	2,662 36	982 71 LT
100 0000	EXPRESS SCRIPTS INC COM	05/08/07	07/07/09	6,703 86	4,840 65	1,863 21 LT
128.0000	FAMILY DOLLAR STORES	04/06/09	07/13/09	3,852.06	4,241 80	(389 74) ST
112 0000	FAMILY DOLLAR STORES	04/07/09	07/13/09	3,370.57	3,673 58	(303 01) ST
95 0000	HEWLETT PACKARD CO DEL	04/15/08	07/06/09	3,571 00	4,337 09	(766 09) LT
105.0000	HEWLETT PACKARD CO DEL	04/16/08	07/06/09	3,946 90	4,926 94	(980 04) LT
91 0000	HEWLETT PACKARD CO DEL	04/17/08	07/06/09	3,420 65	4,286 96	(866 31) LT
300 0000	HEWLETT PACKARD CO DEL	06/30/08	07/06/09	11,276 87	13,267 65	(1,990 78) LT
175 0000	LEXMARK INTL INC CL A	02/13/07	07/20/09	3,279 86	10,825 09	(7,545.23) LT
176 0000	LEXMARK INTL INC CL A	02/13/07	07/21/09	2,657 53	10,886 96	(8,229 43) LT
33 0000	LEXMARK INTL INC CL A	02/13/07	07/22/09	494.61	2,041 31	(1,546 70) LT
147 0000	LEXMARK INTL INC CL A	01/12/09	07/22/09	2,203 30	4,167 83	(1,964 53) ST
143 0000	LEXMARK INTL INC CL A	01/12/09	07/23/09	2,154 69	4,054 42	(1,899 73) ST
140 0000	MCAFEE INC	02/02/09	07/06/09	5,671 96	4,304 54	1,367 42 ST
47 0000	MCAFEE INC	02/03/09	07/06/09	1,904.17	1,438 75	465 42 ST
402 0000	MERCK&CO INC	10/03/05	07/06/09	11,031 16	11,021 64	9 52 LT
124 0000	PROCTER & GAMBLE CO	08/04/03	07/13/09	6,541.31	5,421 85	1,119 46 LT
324 0000	XILINX INC	04/28/08	07/13/09	6,297 62	8,065 60	(1,767 98) LT
305 0000	XILINX INC	11/24/08	07/13/09	5,928 32	4,875 61	1,052 71 ST
23 0000	APOLLO GROUP INC CL A	03/31/09	08/24/09	1,492 75	1,813 60	(320 85) ST
85 0000	APOLLO GROUP INC CL A	04/01/09	08/24/09	5,516.71	5,666 53	(149 82) ST
24 0000	APOLLO GROUP INC CL A	04/27/09	08/24/09	1,557 67	1,497.47	60 20 ST
165 0000	ALLEGHENY TECH INC	07/06/09	08/17/09	4,333.16	5,378 80	(1,045 64) ST
58 0000	ALLEGHENY TECH INC	07/07/09	08/17/09	1,523.18	1,927 25	(404 07) ST
21 0000	AUTOZONE INC NEVADA COM	03/08/05	08/10/09	3,112.16	2,078 98	1,033 18 LT
32 0000	AUTOZONE INC NEVADA COM	05/21/07	08/10/09	4,742.34	4,313 61	428.73 LT
60 0000	BIG LOTS INC COM	05/06/09	08/17/09	1,355 47	1,620 90	(265 43) ST
82.0000	BIG LOTS INC COM	05/07/09	08/17/09	1,852.49	2,096 91	(244 42) ST
37.0000	BIG LOTS INC COM	05/08/09	08/17/09	835.87	938 65	(102 78) ST
350.0000	BIG LOTS INC COM	06/08/09	08/17/09	7,906.98	8,376 24	(469 26) ST
130 0000	CA INC	08/24/07	08/17/09	2,848 56	3,235 41	(386 85) LT
200 0000	CA INC	08/27/07	08/17/09	4,382.40	5,008 38	(625 98) LT
100 0000	CA INC	08/28/07	08/17/09	2,191.20	2,461 91	(270 71) LT
68 0000	CA INC	08/29/07	08/17/09	1,490.03	1,683 78	(193 75) LT
109.0000	EXPRESS SCRIPTS INC COM	05/08/07	08/03/09	7,564.65	5,276 32	2,288 33 LT
113 0000	EXPRESS SCRIPTS INC COM	05/08/07	08/04/09	7,793.53	5,469 95	2,323 58 LT
377 0000	EXXON MOBIL CORP COM	12/20/04	08/17/09	25,150.30	19,234 54	5,915 76 LT
144 0000	EXXON MOBIL CORP COM	12/20/04	08/18/09	9,574 28	7,346 88	2,227 40 LT

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ROSA MAY GRIFFIN FOUNDATION

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EXHIBIT II

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
10 0000	L-3 COMMNCTNS HLDGS	07/17/07	08/10/09	746.72	1,004 89	(258 17) LT
60 0000	L-3 COMMNCTNS HLDGS	07/23/07	08/10/09	4,480.32	6,141 11	(1,660.79) LT
14 0000	L-3 COMMNCTNS HLDGS	07/24/07	08/10/09	1,045.42	1,414 35	(368 93) LT
51 0000	L-3 COMMNCTNS HLDGS	07/24/07	08/11/09	3,765 31	5,152 32	(1,387 01) LT
35 0000	L-3 COMMNCTNS HLDGS	07/25/07	08/11/09	2,584.05	3,526 47	(942 42) LT
130 0000	MCAFEE INC	02/03/09	08/10/09	5,497 69	3,979 54	1,518 15 ST
160 0000	MCAFEE INC	06/08/09	08/10/09	6,766 41	6 389 79	376 62 ST
460 0000	NOBLE CORP NAMEN-AKT	01/05/09	08/10/09	15,713 75	11,334 86	4,378 89 ST
602 0000	NATL SEMICONDUCTOR	03/09/09	08/24/09	8,925 50	6,590 94	2,334 56 ST
86.0000	NATL SEMICONDUCTOR	03/10/09	08/24/09	1,275 07	993 66	281 41 ST
152 0000	NATL SEMICONDUCTOR	03/11/09	08/24/09	2,253 61	1,729 65	523 96 ST
126 0000	NATL SEMICONDUCTOR	07/06/09	08/24/09	1,868 14	1,529 24	338 90 ST
209 0000	NATL SEMICONDUCTOR	07/06/09	08/25/09	3,094.73	2,536 62	558 11 ST
153.0000	NOVELLUS SYS INC	08/22/06	08/10/09	2,751 51	4,046 41	(1,294 90) LT
7.0000	NOVELLUS SYS INC	08/22/06	08/11/09	123 28	185 13	(61 85) LT
146 0000	NOVELLUS SYS INC	08/28/06	08/11/09	2,571 48	3,972 07	(1,400 59) LT
152 0000	NOVELLUS SYS INC	08/28/06	08/12/09	2,684 83	4,135 31	(1,450 48) LT
149 0000	NOVELLUS SYS INC	08/28/06	08/13/09	2,645 32	4,053 69	(1,408 37) LT
103 0000	NOVELLUS SYS INC	08/28/06	08/14/09	1,786 58	2,802 23	(1,015 65) LT
215 0000	ALLEGHENY TECH INC	07/07/09	09/14/09	7,245 53	7,144 15	101 38 ST
59 0000	ALLEGHENY TECH INC	07/07/09	09/15/09	2,012 48	1 960 50	51 98 ST
123 0000	ALLEGHENY TECH INC	07/08/09	09/15/09	4,195 54	3,950 92	244 62 ST
23 0000	AUTOZONE INC NEVADA COM	05/21/07	08/31/09	3,377 92	3,100 41	277 51 LT
6 0000	AUTOZONE INC NEVADA COM	05/22/07	08/31/09	881 20	794 15	87 05 LT
49 0000	AUTOZONE INC NEVADA COM	05/22/07	09/01/09	7,141.06	6,485 56	655 50 LT
129 0000	FISERV INC WISC PV 1CT	08/10/09	09/14/09	6,185 82	6,209 37	(23 55) ST
205 0000	POLO RALPH LAUREN CORP A	06/22/09	09/21/09	15,555 84	10,582 96	4,972.88 ST
74 0000	QUEST DIAGNOSTICS INC	10/27/08	08/31/09	3,987.61	3,021 27	966 34 ST
12 0000	QUEST DIAGNOSTICS INC	10/29/08	08/31/09	646 65	519 37	127 28 ST
99 0000	QUEST DIAGNOSTICS INC	10/29/08	09/01/09	5,258 40	4,284 87	973 53 ST
114 0000	QLOGIC CORP	05/19/08	09/08/09	1,957 06	1,864 48	92 58 LT
227 0000	QLOGIC CORP	05/19/08	09/09/09	3,866 55	3,712 61	153 94 LT
228 0000	QLOGIC CORP	05/19/08	09/10/09	3,918 10	3,728 96	189 14 LT
202 0000	QLOGIC CORP	05/19/08	09/11/09	3,483.12	3,303 74	179 38 LT
46 0000	APOLLO GROUP INC CL A	04/27/09	10/26/09	3,394.51	2,870 16	524 35 ST
49 0000	APOLLO GROUP INC CL A	08/10/09	10/26/09	3,615.90	3,315 43	300 47 ST
101.0000	APOLLO GROUP INC CL A	08/10/09	10/27/09	7,369.50	6,833 86	535 64 ST
364 0000	CISCO SYSTEMS INC COM	04/24/06	10/05/09	8,335.97	7,440 56	895 41 LT
316 0000	CISCO SYSTEMS INC COM	04/24/06	10/06/09	7,381.19	6,459 39	921 80 LT
73 0000	CISCO SYSTEMS INC COM	05/18/09	10/06/09	1,705 15	1,355 57	349 58 ST

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ROSA MAY GRIFFIN FOUNDATION

EMA Fiscal Statement

EXHIBIT II

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
330 0000	CISCO SYSTEMS INC COM	05/18/09	10/07/09	7,787.17	6,127 93	1,659.24 ST
146 0000	FAMILY DOLLAR STORES	04/07/09	10/26/09	4,244.87	4,788 79	(543.92) ST
92 0000	FAMILY DOLLAR STORES	04/08/09	10/26/09	2,674 85	3,170 64	(495 79) ST
122 0000	FAMILY DOLLAR STORES	04/08/09	10/27/09	3,547 17	4,204 55	(657 38) ST
222 0000	MURPHY OIL CORP	07/06/09	10/19/09	14,233 56	11,204 09	3,029 47 ST
23 0000	OCCIDENTAL PETE CORP CAL	04/17/06	10/05/09	1,731.99	1,146 69	585.30 LT
134 0000	OCCIDENTAL PETE CORP CAL	04/24/06	10/05/09	10,090.78	7,043 82	3 046 96 LT
133 0000	PALL CORP PV $0 10	10/05/09	10/26/09	4,315 54	4,211 29	104 25 ST
35 0000	PALL CORP PV $0 10	10/06/09	10/26/09	1,135 68	1,119 89	15 79 ST
57.0000	PALL CORP PV $0 10	10/06/09	10/27/09	1,798 82	1,823 83	(25 01) ST
34,000 0000	US TSY 5 125% MAY 15 2016	11/21/08	11/03/09	38,690.80	38,418 55	272 25 ST
62 0000	AFFILIATED COMP SVCS A	02/12/09	11/09/09	3,429.61	2,965 81	463 80 ST
82.0000	AFFILIATED COMP SVCS A	03/30/09	11/09/09	4,535.95	3,906 79	629 16 ST
108 0000	AFFILIATED COMP SVCS A	03/30/09	11/10/09	5,899 50	5,145 53	753 97 ST
122 0000	AETNA INC NEW	03/20/06	11/02/09	3,212 74	6,319 99	(3,107 25) LT
212 0000	AETNA INC NEW	05/08/06	11/02/09	5,582 82	8,242 38	(2,659 56) LT
131 0000	AETNA INC NEW	05/08/06	11/03/09	3,434 01	5,093 18	(1,659 17) LT
490 ~~384 0000~~	ANADARKO PETE CORP	07/13/09	11/09/09	32,150.45	20,637.77	11,512.68 ST
171 0000	BIOGEN IDEC INC	01/22/08	11/16/09	7,975 41	9,927 89	(1,952 48) LT
57 0000	BIOGEN IDEC INC	01/22/08	11/17/09	2,631.36	3,309 30	(677 94) LT
70 0000	BIOGEN IDEC INC	05/04/09	11/17/09	3,231 51	3,264 92	(33 41) ST
10 0000	GOOGLE INC CL A	03/02/09	11/05/09	5,480 66	3,309 95	2,170 71 ST
50 0000	INTL BUSINESS MACHINES	04/16/07	11/05/09	6,144 34	4,800 19	1,344 15 LT
460 0000	NOBLE CORP NAMEN-AKT CXL	01/05/09	08/10/09	15,713 75	11,334 86	(4,378 89) ST
460 0000	NOBLE CORP NAMEN-AKT COR	01/05/09	08/10/09	15,713 75	11,291 55	4,422 20 ST
210 0000	ORACLE CORP $0 01 DEL	10/18/04	11/05/09	4,494.20	2,556 98	1,937 22 LT
50 0000	PEPSI BOTTLING GROUP INC	07/20/05	11/02/09	1,869.81	1,491 93	377 88 LT
205 0000	PEPSI BOTTLING GROUP INC	10/08/07	11/02/09	7,666 25	8,182 35	(516 10) LT
245 0000	PEPSI BOTTLING GROUP INC	10/09/07	11/02/09	9,162 11	9,846 35	(684 24) LT
415 0000	RED HAT INC	10/26/09	11/09/09	11,268 12	11,609 99	(341 87) ST
45 0000	RADIOSHACK CORP	03/19/07	11/02/09	750 55	1,159 94	(409 39) LT
124 0000	RADIOSHACK CORP	03/20/07	11/02/09	2,068 20	3,308 91	(1,240 71) LT
170 0000	RADIOSHACK CORP	03/20/07	11/03/09	2,889 05	4,536 42	(1,647 37) LT
150 0000	RADIOSHACK CORP	03/20/07	11/04/09	2,586 22	4,002 72	(1,416 50) LT
197.0000	SUNOCO INC PV$1 PA	03/30/09	11/09/09	5,496 49	5,142 70	353 79 ST
196 0000	SUNOCO INC PV$1 PA	03/30/09	11/10/09	5,374.14	5,116 61	257 53 ST
309 0000	TEXAS INSTRUMENTS	09/21/09	11/16/09	8,009 32	7,427 28	582 04 ST
155.0000	VALERO ENERGY CORP NEW	05/30/06	11/23/09	2,536.60	9,503 85	(6,967 25) LT
315 0000	VALERO ENERGY CORP NEW	05/30/06	11/24/09	5,048 85	19,314 30	(14,265 45) LT
63 0000	CF INDS HLDGS INC	08/24/09	12/07/09	5,620 49	5,248 40	372 09 ST

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ROSA MAY GRIFFIN FOUNDATION

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EXHIBIT II

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
69 0000	CF INDS HLDGS INC	08/24/09	12/08/09	6,062.54	5,748.25	314 29 ST
168 0000	ENSCO INTL INC COM	10/27/08	12/23/09	7,085 40	5,647 85	1,437 55 LT
103 0000	ENSCO INTL INC COM	10/28/08	12/23/09	4,344 03	3,551 35	792 68 LT
104 0000	ENSCO INTL INC COM	10/29/08	12/23/09	4,386.20	3,974 29	411 91 LT
115 0000	ENSCO INTL INC COM	10/26/09	12/23/09	4,850.13	4,850 13	0 00
129 0000	OCCIDENTAL PETE CORP CAL	04/24/06	12/14/09	9,959 49	6,781 00	3,178 49 LT
37 0000	OCCIDENTAL PETE CORP CAL	04/24/06	12/21/09	2,988 39	1,944 94	1,043 45 LT
115 0000	OCCIDENTAL PETE CORP CAL	07/06/09	12/21/09	9,288 28	7,041 81	2,246.47 ST
124 0000	PALL CORP PV $0 10	10/06/09	12/14/09	4,282 21	3,967 63	314 58 ST
47 0000	PALL CORP PV $0.10	10/06/09	12/15/09	1,617 67	1,503 86	113.81 ST
171.0000	PALL CORP PV $0.10	10/07/09	12/15/09	5,885 57	5,433 40	452.17 ST
68.0000	PALL CORP PV $0.10	10/07/09	12/16/09	2,339.01	2,160.66	178.35 ST
340 0000	PFIZER INC	11/29/04	12/07/09	6,215 78	9,391 11	(3,175 33) LT
278 0000	PFIZER INC	09/05/06	12/07/09	5,082 33	7,728 20	(2,645 87) LT
202.0000	PFIZER INC	09/05/06	12/08/09	3,606 07	5,615 46	(2,009 39) LT
230 0000	TERADATA CORP DEL	07/06/09	12/21/09	7,130 74	5,231 58	1,899 16 ST
284 0000	TERADATA CORP DEL	07/06/09	12/22/09	8,721 16	6,459 86	2,261 30 ST
50 0000	WATSON PHARMACEUTICALS	10/20/08	11/30/09	1,867 41	1,155 62	711 79 LT
46 0000	WATSON PHARMACEUTICALS	10/21/08	11/30/09	1,718 02	1,081 71	636 31 LT
92 0000	WATSON PHARMACEUTICALS	10/21/08	12/01/09	3,454.07	2 163 42	1 290 65 LT
92 0000	WATSON PHARMACEUTICALS	10/21/08	12/02/09	3,484 05	2,163 42	1,320 63 LT
108 0000	WATSON PHARMACEUTICALS	10/21/08	12/03/09	4,059.54	2,539 68	1,519 86 LT

Short Term	(80,851.24)
Long Term	(129,238.60)
	(210,089.84)

ROSA MAY GRIFFIN FOUNDATION **EXHIBIT III**

SCHEDULE OF CORPORATE STOCKS - CASH BASIS

December 31, 2009

	Date Acquired	Shares Owned	Cost	Market Value 12/31/2009
Abbott Labs	5/23/2006	247	$ 10,369	$ 13,336
Aetna Inc	5/11/2006	482	10,660	15,279
Amegen Inc - J	11/6/2008	620	35,937	35,073
Apple Inc - J	2/12/2009	74	9,574	15,594
AT&T Inc	8/1/2008	672	20,597	18,836
Ball Corp	8/21/2009	230	11,538	11,891
Bank of Novia Scotia - C	8/1/2008	280	13,587	13,087
BMC Software Inc	2006/2009	673	19,966	26,987
BHP Billiton LTD	8/1/2008	419	30,929	32,087
BP PLC - C	8/1/2008	180	10,898	10,435
Bristol Myers Squibb - C	2004/2009	699	17,824	17,650
CA Inc - J	8/23/2007	1022	25,588	22,954
Cameco Corp C	8/1/2008	380	13,482	12,225
Canadian National Railway Co	9/1/2009	182	8,963	9,894
Caterpillar Inc - C	8/1/2008	274	18,212	15,615
C F Holdings Inc	8/27/2009	138	11,330	12,528
Chevron	9/27/2006	672	46,398	51,737
Chevron Corp - C	6/7/2002	311	13,539	23,944
Chubb Corp - C	8/1/2008	240	11,263	11,803
Chubb Cor - J	4/2/2009	420	17,331	20,656

ROSA MAY GRIFFIN FOUNDATION

EXHIBIT III

SCHEDULE OF CORPORATE STOCKS - CASH BASIS

December 31, 2009

	Date Acquired	Shares Owned	Cost	Market Value 12/31/2009
Cisco Systems Inc - J	2002/2009	487	$ 9,093	$ 11,659
Clorox Co - C	8/1/2008	220	12,014	13,420
Coca Cola	3/26/2009	216	9,311	12,312
Compuware Corp - J	9/26/2008	1550	10,974	11,207
Conoco Phillips - J	8/14/2008	471	37,250	24,054
Conoco Phillips - C	6/7/2005	200	4,568	10,214
Consol Energy Inc - C	1/8/2008	180	14,534	8,964
Deere Co - C	8/1/2008	270	19,044	14,604
Diageo Plc Spsd - C	8/1/2008	240	16,852	16,658
Diamond Offshore Drilling - C	2008/2009	328	30,774	32,282
Discover Financial Scvs	10/22/2009	850	13,252	12,504
Dominion Res Inc - C	2008/2009	403	15,565	15,685
DuPont El De Nemours	3/17/2006	514	22,169	17,306
Enbridge Inc - C	8/4/2008	220	9,353	10,168
EQT Corp	8/1/2008	180	9,382	7,906
Exelon Corp	8/1/2008	220	17,542	10,751
Exxon Mobil - C	1/16/1999	412	6,630	28,094
Exxon Mobil Corp - J	2005/2007	834	54,193	56,870
FPL Group Inc - C	3/21/2005	273	7,819	14,420
FiServ Inc Wisc PV	8/13/2009	271	12,981	13,138

ROSA MAY GRIFFIN FOUNDATION **EXHIBIT III**

SCHEDULE OF CORPORATE STOCKS - CASH BASIS

December 31, 2009

	Date Acquired	Shares Owned	Cost	Market Value 12/31/2009
First Energy Corp - C	8/1/2008	210	$ 15,313	$ 9,755
FMC Techs Inc	9/15/2009	395	20,268	22,847
Forest Labs	7/23/2009	595	15,010	19,105
Gap Inc - J	2008/2009	1295	21,957	27,130
General Electric - C	2005/2006	834	29,142	12,618
General Dynmaics Corp - C	8/1/2008	176	15,866	11,998
Genral Mills - C	4/3/2006	116	5,832	8,214
Google Inc Cl A	3/5/2009	20	6,620	12,400
Halliburton Co	3/4/2008	222	8,647	6,680
Hewlett Packard Co	8/1/2008	280	12,441	14,423
Hospira Inc	12/28/2009	505	24,657	25,755
Humana Inc - J	2/23/2009	270	11,258	11,850
Intl Business Machines	8/1/2008	130	16,578	17,017
Intl Business Machines	8/31/2007	325	33,623	42,543
Intel Corp	9/21/2009	466	9,156	9,506
ITT Corp	8/17/2009	220	10,592	10,943
JP Morgan Chase & Co	12/11/2007	859	36,206	35,794
Johnson & Johnson - C	2008/2009	143	8,345	9,211
Johnson & Johnson - J	6/10/2004	543	30,533	34,975
Kimberly Clark - C	2008/2009	560	34,541	35,678
Lauder Estee Cos Inc A	12/28/2009	250	12,036	12,090

ROSA MAY GRIFFIN FOUNDATION **EXHIBIT III**

SCHEDULE OF CORPORATE STOCKS - CASH BASIS

December 31, 2009

	Date Acquired	Shares Owned	Cost	Market Value 12/31/2009
L - 3 Commun Hldgs	1/1/2008	160	$ 15,815	$ 13,912
Lockhead Martin Corp	1/13/2005	265	14,566	19,968
Lorillard In c	3/10/2009	130	7,425	10,430
3M Company	7/6/2009	139	8,329	11,491
McDonalds Inc	11/3/2008	290	17,233	18,108
Marathon Oil Corp	2008/2009	1119	41,038	34,935
Meadwestvaco Corp	8/1/2008	370	10,133	10,593
Medco Health Solution	2008/2009	448	21,931	28,632
Merck & Co	7/29/2008	260	8,425	9,500
Mircrosoft Corp - J	2004 - 2009	2565	73,055	78,181
Millipore Corp	9/19/2009	240	16,332	17,364
Murphy Oil	7/10/2009	223	11,311	12,087
Nabors Industries LTD	12/18/2009	1205	26,727	26,377
National Oilwell Varco	11/30/2009	420	18,817	18,518
Northeast Utilities C	8/1/2008	280	7,060	7,221
Northrop Grumman Corp	7/22/2008	164	10,685	9,159
Nucor Corp - C	1/26/2009	155	6,102	7,231
Occidental Pete	8/1/2008	210	15,728	17,084
Oracle Corp	2004/2007	1525	21,274	37,408
Pactiv Corp	8/14/2009	690	17,890	16,657
Peablody Energy Corp - C	7/29/2008	775	32,419	35,038

ROSA MAY GRIFFIN FOUNDATION **EXHIBIT III**

SCHEDULE OF CORPORATE STOCKS - CASH BASIS

December 31, 2009

	Date Acquired	Shares Owned	Cost	Market Value 12/31/2009
Pfizer Inc C	4/28/2008	503	$ 13,280	$ 12,551
Phillip Morris Intl Inc	8/1/2008	348	16,733	16,770
PPL Corporation	8/1/2008	200	9,190	6,462
Praxair Inc	8/1/2008	170	15,966	13,653
Procter & Gamble Co	8/1/2008	196	8,570	11,883
Procter & Gamble Co	8/1/2008	314	20,412	19,038
Pub Svc Enterprise	3/11/2009	293	7,346	9,742
Qwest Diagnostics	2008/2009	350	17,762	21,133
Radioshack Corp	5/17/2007	681	20,750	13,280
Raytheon Co	8/1/2008	370	21,419	19,062
Red Hat Inc	10/30/2009	455	12,429	14,060
Rio Tinto PLC	8/4/2008	55	21,867	11,846
Royal Bank Canada	7/28/2009	140	6,439	7,497
Schlumberger LTD	2/22/2008	164	14,281	10,675
Sempra Energy	10/9/2009	135	6,857	7,557
Southern Company	8/1/2008	360	12,841	11,995
Target	12/11/2009	560	25,780	27,087
Teradata Corp Del	8/7/2009	391	9,768	12,289
Texas Instruments	10/8/2009	966	22,310	25,174
TJX Cos Inc	5/29/2009	710	20,675	25,951
Total S A	8/4/2008	320	24,191	20,493

ROSA MAY GRIFFIN FOUNDATION **EXHIBIT III**

SCHEDULE OF CORPORATE STOCKS - CASH BASIS

December 31, 2009

	Date Acquired	Shares Owned	Cost	Market Value 12/31/2009
Travelers Cos Inc	3/14/2008	403	$ 19,232	$ 20,094
Unilever NV NY	8/1/2008	620	18,662	20,045
Unitedhealth Group Inc	9/17/2009	1020	24,113	31,090
United Techs Corp	2008/2009	304	18,871	21,101
US Bancorp (New)	11/19/2004	549	16,584	12,358
Verisign Inc	8/21/2009	875	17,847	21,210
Verizon Communications	8/25/2000	833	28,966	27,597
V F Corporation	3/10/2009	155	7,457	11,352
Vodafone Group PLC	8/1/2008	400	10,654	9,236
Wal Mart Stores Inc	12/7/2006	221	10,254	11,812
Watson Pharmaceuticals	10/27/2008	312	7,199	12,358
Wellpoint Inc	2007/2009	461	25,619	26,872
Wells Fargo & Co	8/1/2008	990	29,368	26,720
Weyerhaeuser Co	8/1/2008	240	12,213	10,353
XTO	11/16/2009	565	25,233	26,288
			$ 2,073,339	$ 2,170,937

ROSA MAY GRIFFIN FOUNDATION

EXHIBIT IV

SCHEDULE OF GOVERNMENT SECURITIES - CASH BASIS

December 31, 2009

	Face Amount	Due Date	Tax Basis	Market Value 12/31/09
Federal Home Ln Mtg Corp - 4.875%	$ 25,000	11/15/2013	$ 26,192	$ 27,360
Federal Home Ln Mtg Corp - 4.875%	30,000	11/15/2013	31,431	32,831
Federal Natl Mtg Assoc - 5.375%	34,000	6/12/2017	35,027	37,697
Federal Natl Mtg Assoc - 6.00%	44,000	5/15/2011	45,608	47,108
Federal Natl Mtg Assoc - 5.375%	42,000	6/14/2017	43,269	46,568
Federal Natl Mtg Assoc - 6.00%	54,000	5/11/2011	55,974	57,814
Federal Natl Mtg Assoc - 4.375%	43,000	3/15/2013	45,860	46,212
Federal Natl Mtg Assoc - 4.375%	56,000	3/15/2023	59,724	60,183
U S Treasury Bond - 6.250%	20,000	8/15/2023	24,923	23,888
U S Treasury Bond - 4.500%	21,000	2/15/2036	23,558	20,685
U S Treasury Bond - 4.500%	25,000	2/15/2036	28,045	24,625
U S Treasury Bond - 6.250%	25,000	8/15/2023	31,154	29,859
U S Treasury Note - 5.00%	24,000	2/15/2011	25,085	25,152
U S Treasury Note - 4.250%	9,000	11/15/2014	9,892	9,695
U S Treasury Note - 5.125%	16,000	5/15/2016	18,035	17,845
U S Treasury Note - 4.875%	23,000	7/31/2011	24,365	24,426
U S Treasury Note - 4.250%	47,000	9/30/2012	50,674	50,437
U S Treasury Note - 4.250%	5,000	11/15/2017	5,405	5,241
U S Treasury Note - 2.625%	38,000	5/31/2010	38,264	38,375
U S Treasury Note - 3.50%	24,000	5/31/2010	25,360	25,292
U S Treasury Note - 5.00%	29,000	2/15/2011	30,311	30,392
U S Treasury Note - 4.250%	11,000	11/15/2014	12,090	11,849
U S Treasury Note - 5.125%	15,000	5/15/2016	16,908	16,730

ROSA MAY GRIFFIN FOUNDATION

EXHIBIT IV

SCHEDULE OF GOVERNMENT SECURITIES - CASH BASIS

December 31, 2009

	Face Amount	Due Date	Tax Basis	Market Value 12/31/09
U S Treasury Note 4.875%	$ 28,000	7/31/2011	$ 29,662	$ 29,736
U S Treasury Note 4.250%	57,000	9/30/2012	61,455	61,168
U S Tresury Note 4.250%	6,000	11/15/2017	6,487	6,289
U S Treasury Note 2.625%	46,000	5/31/2013	46,319	46,454
U S Treasury Note 3.500%	29,000	5/31/2013	30,643	30,561
U S Tresury Inflation Note 2.00%	26,000	1/15/2026	26,630	28,439
U S Treasury Inflation Note 2.00%	34,000	1/15/2026	34,825	37,190
U S Treasury Exce Barclay 3.150%	52,000	5/15/2019	48,525	49,246
U S Tresasury Note 3.125%	41,000	5/15/2019	38,260	38,828
U S Treasury Note 2 125%	11,000	1/31/2010	11,017	11,016
U S Treasury Note 2 125%	13,000	1/31/2010	13,020	13,019
Federal National Mtg Assoc 5.375%	4,000	6/12/2017	4,450	4,435
Federal National Mtg Assoc 4.875%	4,000	11/15/2013	4,346	4,378
Federal National Mtg Assoc 4.375%	5,000	3/15/2013	5,353	5,373
U S Treasury Note 5.125%	10,000	5/15/2016	11,235	11,153
U S Treaury Note 4.250%	11,000	9/30/2012	11,796	11,804
Federal National Mtg Assoc 6.00%	7,000	5/15/2011	7,467	7,494
Federal National Mrg Assoc 5.375%	2,000	6/12/2017	2,240	2,217
Federal National Mtg Assoc 4.375	4,000	5/15/2013	4,278	4,283
U S Treasury Note 5.00%	3,000	2/15/2011	3,149	3,144
U S Treasury Note 4.250%	2,000	11/15/2014	2,173	2,154

ROSA MAY GRIFFIN FOUNDATION

EXHIBIT IV

SCHEDULE OF GOVERNMENT SECURITIES - CASH BASIS

December 31, 2009

	Face Amount	Due Date	Tax Basis	Market Value 12/31/09
U S Treasury Bond 4.500%	$ 4,000	2/15/2036	$ 4,201	$ 3,940
U S Treasury Note 5.125%	4,000	5/15/2016	4,526	4,461
U S Tresury Note 4.875%	4,000	7/31/2011	4,254	4,248
U S Treasury Note 4.250%	6,000	9/30/2012	6,457	6,439
U S Treasury Note 2.625%	5,000	5/31/2010	5,048	5,049
U S Treasury Note 3.500%	3,000	5/31/2013	3,174	3,161
U S Treasury Bond 6.250%	3,000	8/15/2013	3,710	3,583
Federal National Mtg Assoc 6.00%	4,000	5/15/2011	4,306	4,299
U S Treasury Inflation Note 2.00%	2,000	1/15/2026	2,135	2,188
U S Treasury Bond 4.500%	14,000	8/15/2039	14,546	13,683
U S Treasury Note 1.00%	15,000	10/31/2011	15,041	14,837
U S Treasury Note 2.375%	15,000	10/31/2014	15,028	14,986
U S Treasury Inflation Note 2.00%	7,000	1/15/2026	7,758	7,657
U S Tresury Bond 4.500%	9,000	2/15/2036	9,167	8,865
U S Treasury Note 2.625%	10,000	5/31/2010	10,102	10,099
U S Tresury Note 3.500%	7,000	5/31/2013	7,440	7,377
U S Treasury Note 4.500%	11,000	8/15/2039	11,429	10,751
U S Treasury Note 1.00%	12,000	10/31/2011	12,023	11,989
U S Treasury Note 2.375%	12,000	10/31/2014	12,032	11,870
			$ 1,262,861	$ 1,268,127

ROSA MAY GRIFFIN FOUNDATION **EXHIBIT V**

CONTRIBUTIONS AND GRANTS PAID - CASH BASIS

Year Ended December 31, 2009

Name	Address	Amount
Boys and Girls Club of Gregg County	P.O. Box 2426, Longview, TX 75606	$ 12,500
Buckner Childrens Services	110 Cotton St., Longview, TX 75601	5,000
Kilgore College Biology Department	1100 Broadway St., Kilgore, TX 75662	20,000
Presbyterian Camps at Gilmont	6075 State Hwy. 155 North, Gilmer, TX 75644	16,667
Good Shepherd Health Systems	700 East Marshall Avenue, Longview, TX 75601	10,000
Lonview ISD Foundation	P.O. Box 3268, Longview, TX 75606	5,000
Christian Heritage School	2715 FM 1844, Longview, TX 75605	5,000
American Heart Association	1125 Judson Rd., Longview, TX 75601	1,000
Kilgore College	1100 Broadway St., Kilgore, TX 75662	30,000
Longview Ballet	P.O. Box 2602, Longview, TX 75606	500
First Presbyterian Church	301 N. Center St., Longview, TX 75601	140
LeTourneau University	P.O. Box 7001, Longview, TX 75607	5,000
Faith Baptist Church	2304 Stone Rd., Kilgore, TX 75662	5,000
Southwest Diabetic Foundation	P.O. Box 918, Gainesville, TX 76241	500
Longview Symphony	P.O. Box 1825, Longview, TX 75606	3,500
East Texas Symphonic Band	P.O. Box 251, Longview, TX 75606	500
Seesaw Children's Place	1601 Fairmont St., Longview, TX 75604	5,000
Crossroads United Methodist Chuch	6070 FM 1249 E, Kilgore, TX 75662	2,500
Crisis Center - Kilgore	905 Broadway, Kilgore, TX 75662	1,000
Meals on Wheels	515 N. Court St., Longview, TX 75601	1,000
East Texas Council on Alcohol & Drug Abuse	708 Glencrest, Longview, TX 75601	12,000
Longview Interfaith Hospitality Network	700 N. Edith St., Longview, TX 75601	500
Kilgore Boys and Girls Club	724 Harris St., Kilgore, TX 75662	250
Kilgore Habitat for Humanity	809 S. Martin St., Kilgore, TX 75662	250
United Fund of Kilgore	P.O. Box 1832, Kilgore, TX 75662	250
Kilgore ISD Foundation	301 N. Kilgore St., Kilgore, Tx 75662	15,000
Community Connections	P.O. Box 2683, Longview, TX 75606	10,000
		$168,057

ROSA MAY GRIFFIN FOUNDATION 75-6011866

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BRISTOL MYERS SQUIBB	$ 344.	$ 344.	
EL PASO LITIGATION SETTLE	337.	337.	
FOREST LAB SECURITIES LIT	81.	81.	
MORTGAGE INVMT INTEREST	4,134.	4,134.	
OIL, GAS REVENUES-NET	84,646.	84,646.	
TENET SECURITIES LITIGATI	978.	978.	
XEROX SECURITIES LITIGATI	1,867.	1,867.	
TOTAL	$ 92,387.	$ 92,387.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROWN, BRONSTAD, ET AL	$ 18,000.	$ 18,000.		
TOTAL	$ 18,000.	$ 18,000.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MERRILL LYNCH MGT FEE	$ 36,485.	$ 36,485.		
TOTAL	$ 36,485.	$ 36,485.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AD VALOREM TAXES	$ 2,425.	$ 2,425.		
FOREIGN TAX PAID ON DIVIDENDS	513.	513.		
TOTAL	$ 2,938.	$ 2,938.	$ 0.	$ 0.

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COST DEPLETION	$ 1,227.	$ 1,227.		
TOTAL	$ 1,227.	$ 1,227.	$ 0.	$ 0.

STATEMENT 6
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
FURNITURE AND FIXTURES	$ 981.	$ 981.	$ 0.	$ 0.
TOTAL	$ 981.	$ 981.	$ 0.	$ 0.

STATEMENT 7
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
OIL, GAS PROPERTIES	$ 1.	$ 150,300.
TOTAL	$ 1.	$ 150,300.

STATEMENT 8
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
NAME: THE ROSA MAY GRIFFIN FOUNDATION
CARE OF: DAN PHILLIPS
STREET ADDRESS: P O BOX 1790
CITY, STATE, ZIP CODE: KILGORE, TX 75663
TELEPHONE:
FORM AND CONTENT: LETTER EXPLAINING PURPOSE OR USE OF THE REQUESTING ORGANIZATION'S GRANT REQUEST, DOLLAR AMOUNT REQUESTED, AND COPY OF IRS EXEMPT STATUS LETTER.
SUBMISSION DEADLINES: APPLICATIONS ARE ACCEPTED AT ANY TIME.
RESTRICTIONS ON AWARDS: GRANTS MADE ONLY TO QUALIFYING SEC. 501(C)(3) TAX EXEMPT ORGANIZATIONS CHARTERED AND OPERATING IN THE STATE OF TEXAS.

STATEMENT 9
FORM 990-PF, PART XVI-A, LINE 11
OTHER REVENUE

OTHER REVENUE	(A) BUSI-NESS CODE	(B) UNRELATED BUSINESS AMOUNT	(C) EXCLU-SION CODE	(D) EXCLUDED AMOUNT	(E) RELATED OR EXEMPT FUNCTION
BRISTOL MYERS SQUIBB			1	$ 344.	
EL PASO LITIGATION SETTLE			1	337.	
FOREST LAB SECURITIES LIT			1	81.	
MORTGAGE INVMT INTEREST			14	4,134.	
OIL, GAS REVENUES-NET			15	84,646.	
TENET SECURITIES LITIGATI			1	978.	
XEROX SECURITIES LITIGATI			1	1,867.	
TOTAL		$ 0.		$ 92,387.	$ 0.